

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE ALTA MESA RESOURCES, INC.
SECURITIES LITIGATION

Case No. 4:19-cv-00957

PUBLIC VERSION OF DKT. 569

**DECLARATION OF ANDREW J. ENTWISTLE IN SUPPORT OF CLASS
PLAINTIFFS' OPPOSITIONS TO MOTIONS FOR SUMMARY JUDGMENT BY (A)
DEFENDANTS RIVERSTONE, COATS, AND WALKER (DKT. 518); (B) PROXY
DEFENDANTS (DKT. 520); (C) DEFENDANTS AMR, CHAPPELLE, ELLIS, AND
SMITH (DKT. 523); AND (D) AMR DIRECTOR DEFENDANTS (DKT. 526)**

I, Andrew J. Entwistle, declare as follows:

1. I am a Partner at the law firm Entwistle & Cappucci LLP, counsel for Class Plaintiffs and Court-Appointed Co-Class Counsel. I am a member of the State Bar of Texas and am admitted to practice before this Court.

2. I respectfully submit this declaration in support of Class Plaintiffs' contemporaneously filed separate oppositions to: (a) Defendants Riverstone Holdings LLC's, Stephen Coats', and Thomas Walker's Motion for Summary Judgment and Incorporated Memorandum of Law as to Plaintiffs' Section 20(a) Claim (Dkt. 518); (b) Proxy Defendants' Motion for Summary Judgment and Incorporated Memorandum of Law on Plaintiffs' Section 14(a) and 20(a) Claims (Dkt. 520); (c) Alta Mesa Resources, Inc., Chappelle, Ellis, and Smith's Motion for Summary Judgment and Incorporated Memorandum of Law on Plaintiffs' Section 10(b) and 20(a) Claims (Dkt. 523); and (d) AMR Directors' Motion for Summary Judgment and Incorporated Memorandum of Law

on Plaintiffs' Section 10(b) and 20(a) Claims (Dkt. 526).¹

3. I have knowledge of the facts set forth herein, and if called to testify as a witness thereto, could do so competently under oath.

4. Attached hereto are true and correct copies of the following documents²:

EXHIBIT NO.	DESCRIPTION
PX 203	[REDACTED]
PX 204	[REDACTED]
PX 205	[REDACTED]
PX 206	[REDACTED]
PX 207	[REDACTED]
PX 208	[REDACTED]
PX 209	[REDACTED]
PX 210	[REDACTED]
PX 211	[REDACTED]
PX 212	Excerpt of Deposition Transcript of John Baldauff dated Apr. 17, 2023
PX 213	Excerpt of Deposition Transcript of Kevin Bourque dated Mar. 3, 2023
PX 214	Excerpt of Deposition Transcript of John Campbell dated June 23, 2023

¹ To avoid burdening the Court with duplicative exhibits, Class Plaintiffs refer to and incorporate herein the exhibits PX 1 to PX 202 attached to the September 21, 2023 Declaration of Andrew J. Entwistle (Dkt. 444). This omnibus declaration is intended to supplement the September 21, 2023 Declaration and attaches additional exhibits starting at PX 203.

² Some exhibits hereto bear deposition stickers which were added after their production at the bates numbers indicated.

EXHIBIT NO.	DESCRIPTION
PX 215	Excerpt of Deposition Transcript of Mark Castiglione dated July 7, 2023
PX 216	Excerpt of Deposition Transcript of Harlan Chappelle in the matter <i>Alta Mesa Holdings, LP, et al. v. Kingfisher Midstream, LLC, et al.</i> (Adv. No. 19-03609) dated Oct. 25, 2019
PX 217	Excerpt of Deposition Transcript of Donald Sinclair dated May 2, 2023
PX 218	Excerpt of Deposition Transcript of Harlan Chappelle dated Apr. 19, 2023
PX 219	Excerpt of Deposition Transcript of Stephen Coats dated July 13, 2023
PX 220	
PX 221	
PX 222	Excerpt of Deposition Transcript of Bo Dunne dated June 8, 2023
PX 223	Excerpt of Deposition Transcript of Michael Ellis in the matter of <i>Alta Mesa Holdings, LP, et al. v. Kingfisher Midstream, LLC, et al.</i> (Adv. No. 19-03609) dated Dec. 4, 2019
PX 224	Excerpt of Deposition Transcript of Michael Ellis dated Apr. 3, 2023
PX 225	Excerpt of Deposition Transcript of Michael Ellis in the matter of <i>Dunn v. Chappelle</i> (Adv. No. 21-03909) dated Mar. 31, 2023
PX 226	Excerpt of Deposition Transcript of Steven Feinstein dated Nov. 10, 2023
PX 227	Excerpt of Deposition Transcript of Edward Fetkovich dated Nov. 1, 2023
PX 228	Excerpt of Deposition Transcript of Frank Gagliardi dated Nov. 3, 2023
PX 229	Excerpt of Deposition Transcript of William Gutermuth dated May 9, 2023
PX 230	Excerpt of Deposition Transcript of Jim Hackett dated Apr. 27, 2023


EXHIBIT NO.	DESCRIPTION
PX 231	Excerpt of Deposition Transcript of Jeffrey Hostettler dated Apr. 18, 2023
PX 232	Excerpt of Deposition Transcript of Pierre Lapeyre dated June 13, 2023
PX 233	Excerpt of Deposition Transcript of David Leuschen dated Apr. 4, 2023
PX 234	Excerpt of Deposition Transcript of Randy Limbacher dated May 25, 2023
PX 235	Excerpt of Deposition Transcript of David McClure dated Feb. 9, 2023
PX 236	Excerpt of Deposition Transcript of Phillip Negron dated June 12, 2023
PX 237	Excerpt of Deposition Transcript of Miles Palke, 30(b)(6) designee of Ryder Scott, dated June 13, 2023
PX 238	Excerpt of Deposition Transcript of Tamara Sheils dated May 11, 2023
PX 239	Excerpt of Deposition Transcript of Ronald Smith dated Mar. 24, 2023
PX 240	Excerpt of Deposition Transcript of Jeffrey Tepper dated Apr. 11, 2023
PX 241	Excerpt of Deposition Transcript of Jeffrey P. Knupp, 30(b)(6) designee of TPH, dated June 14, 2023
PX 242	Excerpt of Deposition Transcript of Tim Turner dated Mar. 23, 2023
PX 243	Excerpt of Deposition Transcript of Thomas Walker dated June 28, 2023
PX 244	Excerpt of Deposition Transcript of Diana Walters dated Apr. 14, 2023
PX 245	
PX 246	Silver Run Acquisition Corporation Schedule 14A Preliminary Proxy Statement dated July 29, 2016, available at https://www.sec.gov/Archives/edgar/data/1658566/000104746916014553/a2229270zprem14a.htm .

EXHIBIT NO.	DESCRIPTION
PX 247	Excerpt of Schlumberger, Alta Mesa East Hennessey Unit (EHU) Evaluation Project, dated Sept. 19, 2016 [AMR_SDTX01827132]
PX 248	Internal Riverstone Investment Committee Memo regarding BCE and High Mesa dated Sept. 19, 2016 [RIVERSTONE_SDTX00012246]
PX 249	Minutes from the Oct. 19, 2016 Meeting of the Board of Managers of Kingfisher Midstream, LLC [ARMEnergy_00040928]
PX 250	Confidential draft SRII Form S-1 dated Nov. 23, 2016, available at https://www.sec.gov/Archives/edgar/data/1690769/000091205716000704/filename1.htm .
PX 251	SRII Amendment No. 3 to Form S-1 dated Mar. 22, 2017, available at https://www.sec.gov/Archives/edgar/data/1690769/000104746917001873/a2231490zs-1a.htm .
PX 252	SRII Prospectus (File No. 333-216409) dated Mar. 23, 2017, available at https://www.sec.gov/Archives/edgar/data/1690769/000104746917001986/a2231531z424b4.htm .
PX 253	Email from Mark Papa congratulating Jim Hackett on the SRII IPO dated Mar. 27, 2017 [RIVERSTONE_SDTX00272270]
PX 254	Email from Drew Karian to Olivia Wassenaar and others providing comments on presentation introducing AMR to SRII SWOT team dated Apr. 12, 2017 [RIVERSTONE_SDTX00000206]
PX 255	Email chain with Riverstone-retained outside engineering consultant providing summary of AMR evaluation dated Apr. 12, 2017 [RIVERSTONE_SDTX00255190]
PX 256	Email from Robert Tichio to Olivia Wassenaar discussing summary of Riverstone-retained outside engineering consultant dated Apr. 12, 2017 [RIVERSTONE_SDTX00286077]
PX 257	Email conversation between Hal Chappelle and Tim Turner discussing well data to include in latest AMR analyst presentation dated Apr. 14, 2017 [AMR_SDTX00003655]

EXHIBIT NO.	DESCRIPTION
PX 258	Email from Tim Turner to Derek Deas and others regarding inclusion of specific wells in latest AMR analyst presentation dated Apr. 14, 2017 [AMR_SDTX00021654]
PX 259	Draft report by Empire Valuation Consultants titled “Conclusion of Values & Allocation: Riverstone Holdings LLC as of December 31, 2016” [RIVERSTONE_SDTX00156525]
PX 260	Internal Alta Mesa email chain discussing fracture network in Bullis-Coleman pattern dated May 8, 2017 [AMR_SDTX00681721]
PX 261	Email conversation between Mike Ellis and Hal Chappelle discussing frac stages dated May 17, 2017 [AMR_SDTX00118990]
PX 262	Email from Jim Hackett to Pierre Lapeyre discussing Riverstone’s due diligence dated May 23, 2017 [RIVERSTONE_SDTX00280408]
PX 263	[REDACTED]
PX 264	Email from Eric Ecklund to Kevin Bourque providing comments on latest well results dated May 28, 2017 [AMR_SDTX01337147]
PX 265	Email from David Leuschen to Marcia O’Neill forwarding AMH/KFM Investment Committee Memo with attachment dated June 3, 2017 [RIVERSTONE_SDTX00538658-739]
PX 266	Internal Riverstone email discussing KFM projections for upcoming PIPE presentation dated June 6, 2017 [RIVERSTONE_SDTX00179407]
PX 267	Internal Riverstone email discussing AMH/KFM Investment Committee Memo dated June 9, 2017 [RIVERSTONE_SDTX00013166]
PX 268	Email from Jim Hackett forwarding himself materials from Investment Committee dated June 9, 2017 [RIVERSTONE_SDTX00536404]
PX 269	Email conversation between Jim Hackett and Drew Karian regarding sponsor shares dated June 10, 2017 [RIVERSTONE_SDTX00009356]

EXHIBIT NO.	DESCRIPTION
PX 270	Email from Drew Karian to Jim Hackett and others summarizing Riverstone's meetings with AMR management dated June 12, 2017 [RIVERSTONE_SDTX00009362]
PX 271	Email from Tim Turner to Jim Hackett and Hal Chappelle providing analysis on spacing tests and parent-child wells dated July 26, 2017 [AMR_SDTX00053085]
PX 272	Email from Pierre Lapeyre to Jim Hackett and others providing comments on revised proposal letter to AMH dated Aug. 7, 2017 [RIVERSTONE_SDTX00009878]
PX 273	Email conversation between Ronald Smith and Tamara Alsarraf regarding Q3 guidance projections dated Aug. 10, 2017 [AMR_SDTX00039703]
PX 274	Email from Hal Chappelle to Tamara Alsarraf comparing reduced rig case model with current projections dated Aug. 12, 2017 [AMR_SDTX00860254]
PX 275	Internal Alta Mesa email chain discussing various inputs to meet higher EBITDA projections dated Aug. 13, 2017 [AMR_SDTX01144946]
PX 276	Email from Tom Walker to Jim Hackett regarding Riverstone meeting dated Aug. 13, 2017 [RIVERSTONE_SDTX00029423]
PX 277	Email from Hal Chappelle to Stephen Trauber and others regarding modifications to 2018 EBITDA guidance dated Aug. 13, 2017 [AMR_SDTX00860179]
PX 278	Internal Alta Mesa email chain with discussion on KFM midstream assets dated Aug. 14, 2017 [AMR_SDTX00976463]
PX 279	Skype messages from Tamara Alsarraf to Dustin Bridges discussing Chappelle's request to prepare model with higher EBITDA numbers dated Aug. 14, 2017 [AMR_SDTX01395200]
PX 280	Email from Pierre Lapeyre to Olivia Wassenaar and others providing comments on draft SRII press release with attachment dated Aug. 14, 2017 [RIVERSTONE_SDTX00144141-146]

EXHIBIT NO.	DESCRIPTION
PX 281	Email from Chelsea Williamson Dodds to Jim Hackett and others attaching latest draft of SRII press release dated Aug. 15, 2017 [Tepper_SDTX0000074]
PX 282	Email conversation between Michael McCabe and Hal Chappelle discussing reduced EBITDA guidance dated Aug. 15, 2017 [AMR_SDTX01143220]
PX 283	Email chain among counsel exchanging revisions to HMI exit term sheet with attachment dated Aug. 16, 2017 [AMR_SDTX01656639]
PX 284	Email from Citi to Riverstone discussing proposed revisions to SRII press release dated Aug. 16, 2017 [RIVERSTONE_SDTX00072235]
PX 285	SRII Form 8-K with Exs. 99.1 and 99.2 dated Aug. 17, 2017 [PLAINTIFFS_AMR_00000347]
PX 286	Bloomberg Transcript, Alta Mesa and Kingfisher Midstream and Run Acquisition Corporation II Merger Call, dated Aug. 17, 2017 [GAGLIARDI_AMR-00000347]
PX 287	Internal Riverstone email discussing sponsor shares and earnout dated Aug. 17, 2017 [RIVERSTONE_SDTX00024264]
PX 288	Exs. 99.1 and 99.2 to SRII Form 8-K dated Aug. 17, 2017 [CP-0407]
PX 289	Email from Jim Hackett to William McMullen regarding chasing production forecasts dated Dec. 13, 2018 [RIVERSTONE_SDTX00544144]
PX 290	Email conversation between Tim Turner and Tamara Alsarraf discussing KFM 2018 EBITDA projection dated Aug. 18, 2017 [AMR_SDTX00048280]
PX 291	Email from Kevin Wang to Drew Karian regarding Background of the Proxy w/ attachment dated Aug. 24, 2017 [RIVERSTONE_SDTX00188974-985]
PX 292	Internal Riverstone email discussing combined upstream and midstream assets dated Aug. 26, 2017 [RIVERSTONE_SDTX00010112]


EXHIBIT NO.	DESCRIPTION
PX 293	Alta Mesa Resources, Inc., Sept. 2017 Investor Presentation [RIVERSTONE_SDTX00080952-1022]
PX 294	Email from Mike Ellis to Hal Chappelle and others with edits to slides prepared by Schlumberger for SIS forum dated Sept. 12, 2017 [AMR_SDTX00970886]
PX 295	Email from Kevin Wang to Ryan Staha regarding updated KFM model dated Sept. 13, 2017 [RIVERSTONE_SDTX00302291]
PX 296	Email from Olivia Wassenaar to Jim Hackett forwarding correspondence from William Gutermuth regarding proxy preliminary draft dated Sept. 16, 2017 [RIVERSTONE_SDTX00229256]
PX 297	Email from Bo Dunne to Drew Piatkowski regarding Riverstone diligence dated Oct. 4, 2017 [ARMEnergy_00109234]
PX 298	Internal Alta Mesa email reflecting summary of well spacing results and EUR and production data dated Oct. 4, 2017 [AMR_SDTX00682011]
PX 299	
PX 300	Minutes from the Oct. 26, 2017 Special Meeting of the Board of Directors of Silver Run II Acquisition Corporation [RIVERSTONE_SDTX001235581]
PX 301	Email from Mark Stoner to Michael Christopher discussing commentary from Hackett and Chappelle on Q3 2017 projections dated Nov. 13, 2017 [ARMEnergy_00014744]
PX 302	Email from Hal Chappelle to Kevin Bourque and others regarding slide on well spacing tests and attachment dated Nov. 13, 2017 [AMR_SDTX00032748]
PX 303	Email chain between Olivia Wassenaar, Jim Hackett, and others regarding draft Q3 operational update slides dated Nov. 14, 2017 [RIVERSTONE_SDTX00234245]
PX 304	Email from Lance Weaver to Mary Diroll forwarding the final Q3 operational update slide deck with attachment dated Nov. 14, 2017 [AMR_SDTX00951934-947]


EXHIBIT NO.	DESCRIPTION
PX 305	
PX 306	Email conversation between Olivia Wassenaar and Jim Hackett discussing proposed responses to SEC comment letter dated Nov. 22, 2017 [RIVERSTONE_SDTX00236440]
PX 307	Email from Peter Amadeo to Tom Walker and Stephen Coats requesting signatures for the Proxy w/ attachments dated Nov. 22, 2017 [RIVERSTONE_SDTX00006574-576]
PX 308	Alta Mesa Resources, Inc., Dec. 2017 <i>STACK-Focused</i> Investor Presentation [CGMI_00000225-306]
PX 309	Email from Hal Chappelle to BCE and HPS providing summary of discussions on investor feedback dated Dec. 3, 2017 [AMR_SDTX00047640]
PX 310	Internal ARM Energy email chain discussing Riverstone's motive to get deal done dated Dec. 17, 2017 [ARMEnergy_00045294]
PX 311	Email conversation between Tim Turner and Hal Chappelle discussing type curve forecasts dated Dec. 29, 2017 [AMR_SDTX00051347]
PX 312	Internal Riverstone email discussing AMH/KFM leverage and redemption analysis dated Jan. 10, 2018 [RIVERSTONE_SDTX00026860]
PX 313	Internal Riverstone email reflecting receipt of individual copies of the Proxy for each SRII independent director dated Feb. 1, 2018 [RIVERSTONE_SDTX00025386]
PX 314	Email from David McClure to Kevin Wang and Drew Karian requesting information related to KFM CAPEX budget forecasts dated Feb. 5, 2018 [RIVERSTONE_SDTX00014072]
PX 315	Internal Alta Mesa email chain discussing adjustments to PDP forecast to meet 38 MBOEPD/day average dated Feb. 8, 2018 [AMR_SDTX00690026]

EXHIBIT NO.	DESCRIPTION
PX 316	Email from Tim Turner to Kaitlyn Mathews and Tamara Alsarraf regarding updated PDP forecast dated Feb. 8, 2018 [AMR_SDTX00090612]
PX 317	Internal Riverstone email with correspondence to Limited Partners of Riverstone Fund VI regarding SRII's acquisition of AMH and KFM dated Feb. 9, 2018 [Walker_SDTX0001718]
PX 318	Internal Riverstone email chain discussing inside information from AMR dated Feb. 26, 2018 [RIVERSTONE_SDTX00271102]
PX 319	Press Release titled "Alta Mesa Resources Announces Year-End 2017 Proved Reserves and Operational Update," dated Feb. 27, 2018 [AMR_SDTX00011834]
PX 320	Alta Mesa Resources, Inc., "Reserves Discussion and Contrast of Production Data and Public Sales Data," dated Mar. 2018 [Walters_SDTX0002850-895]
PX 321	Text messages between Hal Chappelle and Mike McCabe regarding KFM results dated Mar. 19, 2018 [Chappelle_SDTX0007506-510]
PX 322	Email from Sims Bruns to Tim Turner regarding production data dated Mar. 21, 2018 [AMR_SDTX00054102]
PX 323	Email from Kaitlyn Mathews to Kevin Bourque regarding average BOEPD numbers dated Mar. 22, 2018 [AMR_SDTX00081015]
PX 324	SMS Chat from Hal Chappelle regarding 38 MBOE/day projection dated Mar. 24, 2018 [Chappelle_SDTX0007161]
PX 325	Email from David Leuschen to Jim Hackett regarding missed KFM projections dated Mar. 26, 2018 [RIVERSTONE_SDTX00285211]
PX 326	Email from Drew Karian to Bartow Jones forwarding email and attachments regarding missed KFM projections dated Mar. 27, 2018 [RIVERSTONE_SDTX00271836]
PX 327	Email from Michael McCabe to Jim Hackett and others regarding KFM script dated Mar. 28, 2018 [AMR_SDTX00998120]


EXHIBIT NO.	DESCRIPTION
PX 328	Email conversation between Tim Turner and Mike Ellis discussing data from development patterns dated Apr. 16, 2018 [AMR_SDTX00054285]
PX 329	Internal Riverstone email chain containing high-level summaries of AMH and KFM and attachment dated Apr. 21, 2018 [RIVERSTONE_SDTX00255695-698]
PX 330	
PX 331	Internal Alta Mesa email chain discussing KFM projections and messaging for Board dated May 20, 2018 [AMR_SDTX00903969]
PX 332	SOX Certifications of Hal Chappelle as President and CEO of Alta Mesa Resources, Inc., dated May 21, 2018 (https://www.sec.gov/Archives/edgar/data/1690769/000156276218000175/amr-20180331xex32_1.htm), Aug. 15, 2018 (https://www.sec.gov/Archives/edgar/data/1690769/000169076918000014/exhibit321.htm), and Nov. 14, 2018 (https://www.sec.gov/Archives/edgar/data/1690769/000169076918000024/exhibit321-093018.htm).
PX 333	Schlumberger, Geophysics Full Field G&G Workshop by Senior Reservoir Geophysicist Ivan Salazar dated May 24, 2018 [AMR_SDTX01826834-924]
PX 334	Text message from Hal Chappelle to Tim Turner regarding need to increase/maximize production dated May 27, 2018 [Chappelle_SDTX0007300]
PX 335	Internal Alta Mesa email chain discussing notes from investor calls and previously issued public statements dated July 20, 2018 [AMR_SDTX00019105]
PX 336	Internal Alta Mesa email discussing early testing and implementation of using ESPs dated July 20, 2018 [AMR_SDTX00676282]



EXHIBIT NO.	DESCRIPTION
PX 337	
PX 338	Email chain between Tim Turner to Mike Ellis discussing poor well results in lower Osage dated Dec. 26, 2017 [AMR_SDTX00061566]
PX 339	Email chain between Jim Hackett and Pierre Lapeyre regarding forwarded AMR slide decks dated Aug. 8, 2018 [RIVERSTONE_SDTX00276645]
PX 340	Minutes from the Aug. 10, 2018 Telephonic Meeting of the Board of Directors of Alta Mesa Resources, Inc. [AMRAP-1373993]
PX 341	Email from Jim Hackett to David Leuschen, Pierre Lapeyre and Robert Tichio attaching AMR's goodwill impairment analysis dated Aug. 21, 2018 [RIVERSTONE_SDTX00032647]
PX 342	Email from Jim Hackett to Robert Tichio, David Leuschen and Pierre Lapeyre providing summary of meeting with Meridian, BCE and HPS dated Oct. 19, 2018 [RIVERSTONE_SDTX00254250]
PX 343	Internal Alta Mesa email chain discussing revised upside management case dated Nov. 14, 2018 [AMR_SDTX01095571]
PX 344	Email from Mike Ellis to Hal Chappelle describing his involvement with ESPs and AMR's drilling strategy dated Dec. 13, 2018 [AMR_SDTX01122038]
PX 345	
PX 346	Email from Jim Hackett forwarding email and presentation from Hal Chappelle to Riverstone technical team dated Dec. 16, 2018 [AMR_SDTX00003610]


EXHIBIT NO.	DESCRIPTION
PX 347	Email from Stephen Coats to Pierre Lapeyre and David Leuschen providing comments on draft press release announcing AMR leadership transition and attachment dated Dec. 17, 2018 [RIVERSTONE_SDTX00024967-968]
PX 348	Email from Stephen Coats to Pierre Lapeyre forwarding thread discussing changes to press release dated Dec. 19, 2018 [RIVERSTONE_SDTX00024976]
PX 349	Email conversation between Stephen Coats and Pierre Lapeyre discussing comments from Hackett regarding press release announcing AMR leadership transition dated Dec. 20, 2018 [RIVERSTONE_SDTX00024978]
PX 350	Email from Stephen Coats to Scott Grandt regarding language in press release announcing AMR leadership transition dated Dec. 20, 2018 [RIVERSTONE_SDTX00024994]
PX 351	Internal Riverstone email discussing Riverstone influence on AMR leadership change dated Dec. 20, 2018 [RIVERSTONE_SDTX00127202]
PX 352	Email from Stephen Coats to Pierre Lapeyre and David Leuschen regarding Hackett taking Riverstone's request for reimbursement for Meridian engagement to AMR Board dated Dec. 20, 2018 [RIVERSTONE_SDTX00127246]
PX 353	Alta Mesa Resources, Inc. Form 8-K dated Dec. 20, 2018, available at https://www.sec.gov/Archives/edgar/data/1690769/000119312518359207/d611945d8k.htm .
PX 354	Email from Randy Limbacher to himself attaching notes on budget approval for Board meeting dated Jan. 31, 2019 [AMR_SDTX00015065]
PX 355	
PX 356	Alta Mesa Resources, Inc. Form 10-K for fiscal year ending Dec. 31, 2018, dated Aug. 26, 2019 [CP-0757]






EXHIBIT NO.	DESCRIPTION
PX 357	Alta Mesa Resources, Inc. Form 10-K/A Amendment No. 1 for fiscal year ending Dec. 31, 2019, dated Apr. 14, 2020, available at https://www.sec.gov/Archives/edgar/data/1690769/000169076920000034/amr-2019x10xka.htm .
PX 358	
PX 359	
PX 360	
PX 361	Email from Gene Cole to John Baldauff regarding meeting on wellbore trajectory dated July 7, 2018 [AMR_SDTX00632255]
PX 362	Internal Riverstone email creating SRII de-SPAC committee dated Mar. 27, 2017 [RIVERSTONE_SDTX00028823]
PX 363	Email from Kevin Wang to Pierre Lapeyre and others attaching Project Amberjack and other materials dated May 12, 2017 [RIVERSTONE_SDTX00042526-686]
PX 364	Letter from Jim Hackett to Hal Chappelle regarding Riverstone's updated proposal to AMH dated Aug. 7, 2017 [RIVERSTONE_SDTX00003053]
PX 365	Email from Kevin Wang to Citi forwarding correspondence from Hackett regarding KFM Phase III volumes dated Aug. 13, 2017 [RIVERSTONE_SDTX00026387]
PX 366	Email from Jim Hackett to SRII independent directors regarding final offer terms and attachment dated Aug. 13, 2017 [Gutermuth_SDTX0000203-207]
PX 367	Email from Jim Hackett to James Jackson and others regarding KFM projections in draft SRII press release dated Aug. 14, 2017 [RIVERSTONE_SDTX00187245]

EXHIBIT NO.	DESCRIPTION
PX 368	Email from Jim Hackett to David Leuschen regarding EUR statement in draft SRII press release dated Aug. 14, 2017 [RIVERSTONE_SDTX00029439]
PX 369	Email from Jim Hackett to Diana Walters and others regarding board minutes and status of SRII purchase announcement dated Aug. 15, 2017 [RIVERSTONE_SDTX00025137]
PX 370	Email from Maynard Holt to Pierre Lapeyre congratulating him on the acquisition dated Aug. 17, 2017 [RIVERSTONE_SDTX00381311]
PX 371	Email from David McClure forwarding December roadshow presentation to Don Sinclair dated Feb. 13, 2018 [AMR_SDTX000222748]
PX 372	Excerpted Centennial Resource Development, Inc. Schedule 14A Definitive Proxy Statement dated Mar. 21, 2018 [CP-0301]
PX 373	Email from Hal Chappelle to David McClure and others regarding KFM budget dated Mar. 25, 2018 [AMR_SDTX01000242]
PX 374	Email from Jim Hackett to the AMR Board regarding draft 10-Ks with attachment dated Mar. 28, 2018 [RIVERSTONE_SDTX00285370-586]
PX 375	Bloomberg Transcript, Q4 2017 Earnings Call, dated Mar. 29, 2018 [PLAINTIFFS_AMR_00001006]
PX 376	Email from Jim Hackett to Jeff Tepper and Don Sinclair discussing role of Nominating and Governance Committee in selecting new Board member dated Apr. 8, 2018 [Tepper_SDTX0002037]
PX 377	Email from Jeff Hostettler to Don Dimitrievich discussing issues with BDO in connection with financial filings dated May 14, 2018 [HPS_00084579]
PX 378	ISS Proxy Analysis & Benchmark Policy Voting Recommendations with proposals to elect Sylvia J. Kerrigan and Donald R. Sinclair as directors of AMR dated June 4, 2018 [Walters_SDTX0010845]
PX 379	Engagement Letter from KPMG to Alta Mesa Holdings, LP, addressed to Diana Walters as Chairman of the Audit Committee dated July 6, 2018 [Walters_SDTX0000897]

EXHIBIT NO.	DESCRIPTION
PX 380	Email from Scott Grandt to the AMR Board providing update on behalf of Chappelle regarding recent equity research and IR efforts dated July 20, 2018 [Tepper_SDTX0002690]
PX 381	Email from Scott Grandt to Pierre Lapeyre attaching AMR corporate model per Riverstone's request dated Aug. 22, 2018 [AMR_SDTX01012969]
PX 382	Email from Scott Grandt to Hal Chappelle, Jim Hackett and others regarding draft investor feedback summary prepared for the AMR Board dated Nov. 15, 2018 [AMR_SDTX00571483]
PX 383	Text message from Hal Chappelle to Mike Ellis discussing Riverstone's failed due diligence dated Dec. 23, 2018 [Chappelle_SDTX0007213]
PX 384	Email from John Regan to Audit Committee members discussing upcoming 9A/SOX assessments and inclusion of material weakness language dated Apr. 10, 2019 [Walters_SDTX0005863]
PX 385	[REDACTED]
PX 386	Text message produced by Jeffrey Tepper discussing installing Hackett as interim CEO [Tepper_SDTX0004556]
PX 387	Email from Jim Hackett to Debbi Yew and others regarding SRII certificate of designation dated July 24, 2017 [RIVERSTONE_SDTX00222847]
PX 388	[REDACTED]
PX 389	Internal Riverstone email discussing earnout negotiations dated Aug. 12, 2017 [RIVERSTONE_SDTX00224611]
PX 390	Internal Alta Mesa email chain discussing metrics for upcoming Barclays presentation dated Sept. 3, 2018 [AMR_SDTX00588749]

EXHIBIT NO.	DESCRIPTION
PX 391	
PX 392	SRII Form 8-K dated Aug. 16, 2017 [AMR_SDTX01781036]
PX 393	Excerpt of Deposition Transcript of Gene Cole dated Mar. 1, 2023
PX 394	Internal Alta Mesa email discussing inputs in current production model dated Feb. 11, 2018 [AMR_SDTX00877110]
PX 395	

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 16, 2024, in Austin, Texas.

/s/ Andrew J. Entwistle
Andrew J. Entwistle

CERTIFICATE OF SERVICE

I certify that the foregoing has been served under seal via the Court's ECF system, and a copy has been served via email to counsel for all parties on February 16, 2024.

/s/ Andrew J. Entwistle

Andrew J. Entwistle